

**FORM 51-102F3  
MATERIAL CHANGE REPORT**

**Item 1. Name and Address of Company**

Bird River Resources Inc. ("Bird River" or the "Company")  
1059 Selkirk Avenue  
Winnipeg, MB R2X 0C2

**Item 2. Date of Material Change**

July 4 2018

**Item 3. News Release**

The Company issued a news release on July 4 2018 via a Canadian news wire service, a copy of which has also been filed on SEDAR.

**Item 4. Summary of Material Change**

The Company announced the drilling and completion of the first well of its 2018 drilling program.

**Item 5. Full Description of Material Change**

The Company announced that its Calgary-based subsidiary High Point Oil Inc. ("High Point") has successfully drilled its first well. The Huxley 4-5 well currently stands cased and will be completed for production in the coming days.

The drilling rig has now been moved to the Company's next site and is currently drilling the Huxley 11-36 location. Additional drilling and completion updates will be released as information becomes available.

The two wells are drilled pursuant to the recently announced Strategic Alliance with DEL Canada Partnership ("DEL"), a private, Calgary-based oil and gas company (the "Agreement"). Under the terms of the Agreement for the first well (Huxley 4-5), DEL will pay 50% of all associated capital costs through to equipping to earn a 40% working interest. Under the terms of the Agreement for the second well (Huxley 11-36), DEL will pay 50% of all associated capital costs through to equipping to earn a 50% working interest. The Agreement is elective on a well-by-well basis.

**Item 6. Reliance on subsection 7.1(2) of National Instrument 51-102**

N/A

**Item 7. Omitted Information**

N/A

**Item 8. Executive Officer**

The following executive officer of the Company is knowledgeable about the material change and this report and may be contacted at:

Jon Bridgman, Chief Executive Officer  
Phone: 204-589-2848  
email: [jonbirdriver@gmail.com](mailto:jonbirdriver@gmail.com)

The foregoing accurately discloses the material change referred to herein.

Dated this 4th day of July, 2018.

**Bird River Resources Inc.**

"John V. Tokarsky"

John V. Tokarsky  
Chief Financial Officer